



**SPECIAL COMMON COUNCIL MEETING
DECEMBER 21, 2011
7:00 P.M.**

Regular Meeting	The Special meeting of the Common Council of the City of Middletown was held in the Council Chamber of the Municipal Building on Wednesday, December 21, 2011 at 7 p.m.
Present	Mayor Daniel T. Drew, Council Members Thomas J. Serra, Ronald P. Klattenberg, Mary A. Bartolotta, Gerald E. Daley, Robert P. Santangelo, Hope P. Kasper, Grady L. Faulkner, Jr., Philip J. Pessina, Joseph E. Bibisi, Linda Salafia, Todd G. Berch, and Deborah A. Kleckowski, Corporation Counsel Daniel B. Ryan, Sergeant-at-Arms Officer Jimmy Lacasse, and Council Clerk Marie O. Norwood.
Also Present	Twelve Members of the Public
Meeting Called to Order	The Chair calls the meeting to order at 7:07 p.m. and leads the public in the pledge of Allegiance.
Call of Meeting Read	The Call of the meeting is read and accepted. The Mayor declares this call a legal call and the meeting a legal meeting.
Public Hearing Opens	<p>The Chair opens the public hearing at 7:08 p.m.</p> <p>John Hall, City consultant for the Honeywell project and from the Jonah Center, someone who proposed an energy project at the land fill, he is familiar with the challenges to do that and details need to be worked out on the agreement. He has looked at the legislation and talked with people who understand the legislation and he is prepared to answer questions on the economics for the City. He can answer questions you might have about the history about the landfill gas to energy project which was much less favorable to the City and this is better and their next attempt for a solar project the regulations didn't allow it and now they do and there are complications that need attention. The Mayor hired an attorney that can work well for the City.</p> <p>Earle Roberts states up front we are all for green clean energy. Having built 3 homes active solar, he supports it. For tonight's agenda, his concern is as he understands it, 20 years there is a federal grant and liability is my big issue and DEP regulates the landfill. When it was closed, with settling and access egress issues that are concerning if you cover your base liability wise. However, it needs to be seriously met and the monitoring wells maybe important to everyone and does that fit into the array of photovoltaic cell. Cover the public's interest. There needs to be some public support for projects like this to get off the ground. Thank you for opportunity to speak to it and hopefully like Kleen Energy, that you use that past experience to the best advantage for this firm and the taxpayers.</p>
Public Hearing Closes	<p>The Chair asks for other members of the public who wish to speak to come forward; seeing none, he closes the public hearing at 7:13 p.m.</p> <p>The Chair states this is the time for questions to directors and it may include questions to parties to the agreement.</p>
Point of Information	<p>Councilman Serra asks if they can get a quick overview on this. He asks for Director Warner to let the Council know what is proposed. Mr. Warner states the agenda allows the parties to speak and the Chairman of Greenskies, Bob Landino could give you the overview and then we can give you more details.</p> <p>Mr. Landino, Chair of Greenskies comes forward. He states that they are a Middletown based firm. Our firm started five years ago and looked at ways to build renewable energy products and upgrade renewable energy through photovoltaic cells. The rate payer pays for the power and not the cells and they worked through the details to construct that detail model. The research was started with Andrew Chester and Michael (inaudible) both in their 20's and who had a passion for renewable energy. We did that and what we realized is that most of the legislation for solar was outside of Connecticut and we have been working in Massachusetts and New Jersey and outside Connecticut. Last summer, the Connecticut Legislature signed a bill that gave benefits to solar renewable energy. What they have done in New Jersey is work with large retailers and they capitalized the entire system,</p>

purchase, installation and ongoing repairs and charge them for the electricity. They derive profit from owning the systems as provider. They have built a nice track record. Centerpoint Construction works with Greenskies and they use third party designs. They look for the right equipment for the right project. We have talked with other towns with the new legislation with those with unusable land, like a capped landfill, and working with the DEEP, these modules are placed on the landfill, no excavation or penetration in the cap depth and we would design and work out details with Mr. Warner and technical staff and get approval with the State and you sign an agreement and you pay nothing for the equipment, but you pay the rate for the length of the power purchase agreement. The City does not invest; we own it and we collect your revenue and the revenue derived from producing electricity. The Chair states in that vein why we are here today. Mr. Landino responds when President Obama was elected, tax credits converted into a rebate, the investment tax credit rebate and is equal to 30% of the cost of the system. With the federal deficit and partisan bickering, one of the items that has become apparent is that rebate will not be there after the end of the year. It will be a tax credit and not a dollar for dollar rebate. We are telling towns that if you sign a contract, we will make a commitment to safe harbor the work, close to \$100,000 to put it on the table with the ITC and if it goes forward, we get the rebate and pass the savings forward at .06 kwh rate. What you normally pay, it goes to third party power providers with 7 – 9 cents per kwh hours and does not include transmission and that is usually 6 cents and it is 13 – 15 cents and we will charge only 6 cents. It does not obligate you to go forward, but the contract gives us that if we are successful, we have a project that we can do.

Councilman Klattenberg states he has questions; the 6 cents kwh includes all the charges like congestion; Mr. Chester responds yes. Councilman Klattenberg asks how it works. Mr. Chester responds. Councilman Klattenberg states we are paying transmission. Mr. Chester replies virtual net metering as a contingency; it is a piece of legislation that we want to get into place. We will put the panels on the property, get a meter and send it to the grid. We would credit it to the meter of your choosing and what we are doing it will be inclusive. Mr. Landino states it is legislated already and in place, but there are defects that we would like corrected. They are technical changes. Councilman Klattenberg states the virtual net metering program that currently exists is way too small to allow to use all the excess power generated from the site to be able to credit to City Hall's meter. Mr. Landino responds that is not entirely true; it is small and limited and it would be too small if 5 or 6 municipalities wanted to do it at the same time. It is 3 million on a trial basis for towns and municipalities only. He spoke to the House Chair to confirm that and her thoughts were, it was enough in there for a pilot program of one megawatt and the main issue is that we are competing. In March, there will be a competition that we will submit and we will be in the bucket for those projects and we will be early and competitive so we should be in good shape to be successful for that bid. The legislature will meet in February and they hope to expand the virtual net metering program. There is tremendous interest in this program to save on energy costs. Councilman Klattenberg states CL & P is not one of them. Mr. Landino states they have been cautious. They have not openly opposed us; they are involved in renewable energy projects and cautious about turf. They don't want it to detract from their modeling. Councilman Klattenberg states until the legislature expands the program. Mr. Landino states that is a battle for the future. Councilman Klattenberg states the City needs to be protected. Mr. Landino responds if there is no capacity, then the project won't move forward. The virtual net metering if not there, the contract won't move forward. With direct metering, you tie a project directly to the meter and that is a real opportunity. There is a contingency, if we can't do it, it won't get done. Councilman Klattenberg states will you apply for the zero emissions renewable energy credit program (ZREC); Mr. Landino responds that is the bid. Councilman Klattenberg states without that it doesn't work. Mr. Landino states the bid opening is March and we need a contract. That is a requirement by a utility company, CL & P, to pay us for every energy credit we create and we will own them and sell them to the utility at the agreed upon price if the bid is successful. If we combine that with what you pay and the federal benefit, we make out. Councilman Klattenberg states in your proposal, 3 sites are identified, one is the landfill, the other two are not. Mr. Landino states that is for Mr. Warner's response. We tried to come up with sites available and City sites that did not need virtual net metering. We tried to create the capacity for your opportunity.

Mr. Warner responds the City owns a lot of pieces of land and we have deed restrictions so there are a lot of different criterion before we can look at pieces. If we have more of them we save more money. They said if we had undetermined sites, they could lock in the grant on undetermined sites. They will have to go through Inland Wetlands and Planning and Zoning and it is a lengthy process but they can lock in the grant. Councilman Klattenberg asks who will choose the sites. Mr. Warner replies the Council and then it goes

through the process. Councilman Klattenberg states someone comes up with a site and the way the agreement is structured the virtual net metering component is to benefit other City buildings and the landfill does that and now direct metering is the alternative to virtual net. Mr. Landino comes forward. Councilman Klattenberg states you mentioned direct metering so where will we capture benefit at another building. Mr. Landino if we pick a school building, we can build a solar system on excess land and tie it directly into the meter and the virtual net metering won't apply. We apply for ZREC and it would be a direct meter and the savings would occur for the school. Councilman Klattenberg states every location in the City has already been looked at for solar panels and the sites that were studied, the panels are already in place; the question is whether or not you could pick a site like Higby Mt. and put a whole array there can you apply it to a meter at Higby and apply it to other buildings. Mr. Landino responds no. It goes to that building. He responds to Honeywell's solar panel placements; it was before this legislation and does not take care of the maximum use of solar energy. It might be serviced with 5% and with today's Bill and successful ZREC bid, we can go beyond that and help save more money. The meter that is defined is for the building it is located on. In the case of the bill when virtual net metering is not permissible, we can assign it to 5 meters, but if at the location, it is one meter.

Councilman Serra states this is the best possible project for the City. First will it save us \$400,000 per year. Mr. Landino states probably not; his calculations are much less. It is hard to say exactly because every meter is charged a different rate. It would be \$60,000 – \$70,000 per mega watt. Three and one-half megawatts is a stretch. Councilman Serra states it is a savings. Back to virtual metering, that had to do with production and transmission so that directly to Remington Rand, it is 6 cents and if it is sent somewhere else it has transmission charges. Mr. Landino no; it is 6 cents wherever it goes per the agreement. The virtual net meter is clear about that; whatever power you generate is replaced with what it generates with fossil fuels. If you have city Hall and it generates one million kwh's and we can find half of that virtually, you can be credited the whole amount and charged the 6 cents. Councilman Serra the agreement is 22 pages and he tried to understand it. All the costs, you will bear; Mr. Landino yes. Councilman Serra states the timeframe is sensitive that it is a rebate that does not go beyond the 31st. Mr. Landino replies if they don't make this window, they may have to recost the project. We have to invest 5% of the total cost of the system. We buy it and write out a check and without a contract it is risky for us to do that. We are willing to pay for the risks if there is an agreement. Councilman Serra asks for hidden costs that would come to the City on this and we need to know what they are. Mr. Landino states he can't think of anything; you have an umbrella policy for liability insurance and it would cover it; it might be legal fees to execute the contract. Short of that, he can't think of anything else. Councilman Serra states he would like this as transparent as possible. Mr. Landino doesn't see any hidden costs. Councilman Serra states you do have a third party doing installation. Mr. Landino states there is a band width to buy renewable energy and that has been determined and they are within it; he believes that is the case. Councilman Klattenberg states we can ask John Hall to look into it.

Mr. Warner responds they have outside counsel who is reviewing it and looking at the agreements with Constellation and there is a band with 20% and two of these fit within it. We use 15 million kw hours. Mr. Hall states several issues are being discussed and after speaking with Jesse Stratton and the City Attorney, there is a disagreement about the benefits of solar generation coming to the City and agrees with bob that it is \$70,000 per mega watt installed and the City Attorney and DEEP says the beneficial accounts the extra generation can only be applied to the generation portion of the bills and the places like police station would have to pay transmission charges and he researched it and he found that to be true. Councilman Serra states it is not 6 cents. Mr. Hall responds it is 6 cents for Remington Rand and the other is 8 cents but there would be a 2.5 cent offset. Councilman Serra states transmission to other sites has not been answered. If we accept it, it has to be negotiated. Mr. Hall states everything he has read is they still have to pay beneficial and transmission charges. Councilman Serra asks about the Constellation contract. Mr. Hall states the band width provision to go up or down doesn't apply in this case; it is not a change of usage. It says Constellation will be the sole provider of generation. The original agreement had specifically that co-generation would not count against the provision Constellation will be the only provider and the subsequent contracts don't have that language. It is something that has to be worked out. Councilman Serra states the possibility of pay transmission fees is there, but would be cheaper. Mr. Hall states that is generation. Mr. Landino that is only for virtual net metering. If that is the case, we can still direct to a meter and that will remove transmission. If it is different it is up to the City. Mr. Hall states one mega watt array will produce 1/3 of the generation at Remington Rand with no transmission and distribution and the

question is what happens to the other accounts. Councilman Serra states they are saying no charge and you are saying there might be a charge. Mr. Landino states we won't do that without coming back to the City. The Chair states the attorney indicated what Mr. Hall has said; the bottom line savings is there and it is a good deal. Councilman Serra states even if transmitted it is less than we are paying. He states we are facilitating this process and if we don't do it we are liable, the contract reads. Mr. Landino states we are not obligated if we don't get the bids and there is an assumption that you will help us. Mr. Chester states we referred to it and are asking the towns cooperation on this project

Noted for the Record

Councilman Faulkner takes his seat at 7:51 p.m.

Councilman Serra states as you go through the twenty years, the incentives get better and can you share them. Mr. Landino states the ones I am aware of is the tax incentive we take at the beginning of the project and he is not aware of anything long term. We pass them along through the rate.

Councilman Daley has two questions he asks for the identity of the attorney hired by the Mayor. The Chair responds it is Matt Ranelli of Shipman and Goodwin. Councilman Daley states we received a copy of a letter basically asserting a copyright on this idea. The Chair states we ran it by Shipman and Goodwin and corporation Counsel reviewed it and he concurs with the assessment of Shipman and Goodwin. Councilman Daley states this is a registration and nothing states he got a copyright. Corporation Counsel Ryan states he reviewed this and he is not intellectual property lawyer and reviewed it with such an attorney and he pointed out you cannot copyright an idea and on page 2 apparently it is a copyrighted a report which was a letter to former president of Northeast Utilities and there is no evidence that he has a patent. Councilman Daley states if Mr. Landino excerpted that report, that would be a violation. Corporation Counsel Ryan states he would have to take it word for word. You might contact Mr. Earl and have his attorney contact Attorney Ranelli or the City Attorney. Councilman Daley states you do not see this as a problem. Corporation Counsel Ryan states people have been installing panels on open space including landfills for decades. Chair Drew states it was also reviewed by Shipman and Goodwin and they had the same opinion. Councilman Daley asks it is his understanding that Attorney Ranelli had time to weigh in and suggest some points that he would recommend the City incorporate into the agreement and is it appropriate to discuss them now. The Chair responds it is not appropriate now and the Attorney believes if everything goes through as proposed, it is a good deal for the City and the Attorney confirmed with the incentives in place it should work out. He made specific suggestions and we will bring it up with Greenskies. Councilman Daley asks how the negotiations will work out to make the deadline. The Chair, Mayor Drew, states if passed, they will start tomorrow. Councilman Daley commends you for the work on this project and to the Mr. Landino of Greenskies and the proposal demonstrates your commitment to Middletown. You made a very appealing proposal to the City that will benefit the City and I think it would be a shame not to do our best to take advantage of the opportunity and move forward with this and he urges his colleagues to enable the Mayor to make full efforts to approve the agreements. Mr. Landino thanks him for the kind words. We have enjoyed every minute being on Main Street. He thanks the Council and everyone they have had contact with. What will happen is the ZREC bids will happen in March and by the time the next round occurs, it will be more competitive. The benefit will be significantly diminished. We believe we can get the best deal for everyone.

Councilwoman Kasper states her concern is the contract with Constellation and purchasing energy without penalty and do we know what the penalty will be. Mr. Landino states his response is they will stay within the allowed power so it won't cost the City. The Chair states Attorney Ranelli looked into it and thinks it will fall within the context of the contract. Councilwoman Kasper asks to address questions to Bill Warner. She states we had spoken about the landfill and it may not be the only site and City property has to be reviewed and in the zoning codes, where can we do this. Mr. Warner states production of energy is in all the industrial zones. Councilwoman Kasper asks if it can be in residential. Mr. Warner responds we would have to look at it, but doesn't think currently it does. The resolution says securing all necessary approvals. They are large. Councilwoman Kasper states we have City property in industrial zones. Mr. Warner responds we have properties worth looking into.

Councilman Berch addresses the footprint of the array and how big is it. Mr. Landino states for one megawatt, the limit, it is about 5 acres of land panels per megawatt. With steep slopes, they might need 8 acres. The landfill would be 1 megawatt and they would not combine the projects. Councilman Berch states what is the timeline. Mr. Landino states the only fuzziness is the virtual net metering. If it blows up, we would look at direct metering

opportunities and if successful in March, we would permit by earlier summer and construction by fall and it would be the goal to have it done by the end of 2012. If we can clear up the virtual networking, it might be longer.

Councilman Pessina states one project at the landfill and two potential sites to be identified. Mr. Landino replies if we can't do virtual net meters, we would do direct metering like expanding or adding solar metering. If we have virtual net metering, then any City land can be used and they would expand the project. Councilman Pessina states it is in the contract. Mr. Landino replies yes. Councilman Pessina states you have had successful projects in Massachusetts. Mr. Landino responds not municipal ones, but they built a ground mount system for a company in Springfield and did some rooftop installations at Wal-Mart's in New Jersey. They worked with Target in Massachusetts and New Jersey. We have not pursued municipal work. We have 5 or 6 towns we were working with and we just stopped it to see which towns are serious. After the competition, it will settle in Connecticut and in 2013, the savings won't be nearly as much. Councilman Pessina states we would be the first in the State. Mr. Landino states you could be. Councilman Pessina states the way he looked at it, he followed Greenskies and looking at the landfill, just drive up Rt. 91 and see the monstrous piece of land in Hartford and we have the opportunity to do something with our landfill. The landfill and the stuff will give back to the City to save taxpayer dollars. Mr. Landino replies he doesn't see a down side for anyone. Worse case is powering the building by the land fill and that is a home run. Councilman Pessina states he would recommend him on the development.

Councilwoman Kleckowski asks to explain the length of the program and when there is a change, what if we decide to terminate before 20 years or there is a technology change. Mr. Landino states it is 20 years fixed rate schedule and look at the history of rates and when you get to year 11 or 12 it will look like free energy. Technology does change and will there be new technology, yes; will it be better, yes; and will it cost less, probably; but you will have an energy rate in place and solar is slow degradation. If there is something really good, we may come back and revamp it. If we want to remove them, what it says is, you just have to provide them with another place to reinstall them. We would need to work to find another location and you would be responsible for the cost of relocation. There is no penalty. Councilwoman Kleckowski asks why they are coming here on the 21st if it is in progress; we have an active community especially regarding environmental issues and normally the room would be filled. Mr. Landino states the bill the Governor signed happened in midsummer and many cities and towns it was an active political season and to begin discussions without the dust settling seemed a waste of at that time. We waited until after elections to have the discussions.

Councilwoman Bartolotta would like to revisit questions to Mr. Warner regarding the second and third locations and saying Planning and Zoning would cover it and going to Councilman Berch's questions about area, would they be large enough. Mr. Warner responds they are not all industrial but he found areas of interest. They would have to go to Planning and Zoning to change the code. They City owns 3,000 acres over 42 sq. miles. It is a process of looking at the map and looking at pieces of over 5 acres and looking at zoning and narrowing it down. Maybe it will be the Economic Development Commission that does that. Councilwoman Bartolotta states we don't have an answer regarding the other sites as yet. We don't know what it falls under now. Mr. Warner responds they are not determined but it is to lock in for the grant. It is the landfill and two undetermined sites and discussing the other two to lock in the federal grant.

Councilman Serra states before we vote, as you negotiate this and if this passes that you consider all the discussion here and you did hire outside Counsel and what was the recommendation. The Chair responds it is a good deal with the safeguards in place. It would be a win/win situation.

Councilman Faulkner states he assumed everyone asked a lot of questions and normally we have financials here are there any cash outlays. Mr. Landino states all the capitalization from design, permits, fees, connections fees, installation, labor, and equipment is all paid for by us for receiving the benefits from the State and federal governments along with your payment for electricity. Councilman Faulkner asks about the land. Mr. Landino responds we are using the land without cost. We install and generate electricity. Councilman Faulkner asks if there is any liability. Mr. Landino responds that is a question for your counsel and your current umbrella policy probably covers anything that might occur. Councilman Faulkner states you are not a utility and not regulated by the DPUC. Mr. Landino responds we are not and the moment we are, we are crossing property lines. With limited capacities, towns and cities can do virtual net metering. There are questions and we are not a regulated utility and sell it to anyone. It is tied to a meter or assigned to a meter. It has to be a definite meter to a specific building.

Councilwoman Kleckowski asks to explain how it works that we benefit and you profit. Mr. Landino states when we started generating electricity at the turn of the century the infrastructure was paid for by the federal government. It was subsidized and when the technology for solar became more attractive, our government made an active decision to subsidize solar and wind systems that generate electricity. We enjoy those benefits in this structure. The Federal government gives us a tax benefit which we can take as a for profit benefit. We also get paid. We have come up with a way that we own those benefits combined with the State legislation and we can put money down and collect from you and from ZREC's and federal benefits and we pay our debt service and make our profit. Councilwoman Kleckowski states can you sell credits to someone else. Mr. Landino responds we would not sell them, but some companies, for example that have a bank with a large leasing company that leases cars, they could offset their benefit by purchasing from us and leasing back to us. What we reserve the right to do is some of the large investment banks don't loan the money but purchase and lease back the equipment and the tax benefits go to them. Councilwoman Kleckowski states clearly no one else will be profiting. Mr. Landino if you don't lease the equipment, you have to be in the business.

Councilwoman Salafia states you basically will put the panel and meter to go to Remington Rand. Mr. Landino responds that is direct metering and one option. Councilwoman Salafia states any excess won't be used. Mr. Landino states the way law is, we can't generate more or we lose it. Councilwoman Salafia states if something happens to Remington Rand, the City will have to move those panels to another site. Mr. Landino if they can do virtual net metering, they can assign it to a specific meter; if they have to move it, we will have to look at another direct metering site. Councilwoman Salafia states it is contingent on Remington Rand being there. Mr. Landino responds yes if it is direct metering. That will happen, it is just what the details will be.

Mr. Warner states we did discuss if they sell Remington Rand, they would sell the benefit to the buyer.

Councilman Klattenberg asks one more question in the discussion about the incentives, we had a situation with Honeywell because of the investment we made in energy efficiency programs, we received a residual benefit for all the efforts taken by the City to reduce our corporate footprint and it was a significant amount and those incentives that may be realized by the City, that is a City benefit are those in your contract. Mr. Landino states if you are receiving any benefits, we are not interested in any benefits that would go to the City. Councilman Klattenberg states they are residual, side benefits because of the programs. Mr. Landino states they have no desire to take those. Councilman Klattenberg states he is proud of the fact the Council and three Mayors have been advocates for clean energy and making it a clean energy community and bringing these efficiencies to the City and we have many awards for making the City as energy responsible as we can be and this project really helps the goals of the City with their energy plan. There are people who are skeptic and when these initiatives move quickly there is reason to have skepticism but what you are proposing is novel and if you make Middletown a leader in this area, I am relying on you and the attorney the Mayor has hired to make sure the everything is in place. This is a great opportunity and he will propose a slight addition to the resolution and if it goes forward, it is an opportunity for Middletown. Mr. Landino states we are proud of Middletown and we hope to be the largest solar producer and will point to Middletown as one of our first accomplishments in direct metering.

The Mayor states you have a long track record in Middletown and you are based on Main Street and they are home grown companies. This is a perfect example of profitability for a company, savings for city, and energy efficiency connection.

Agenda Item**5-1**

The Chair recognizes Councilman Daley for a resolution. Councilman Daley reads and moves for approval agenda item 5-1; his motion is seconded by Councilman Serra. The Chair recognizes Councilman Daley for comment.

Councilman Daley states this is a good opportunity for the City and Greenskies and he is grateful we have this opportunity; because it is a fast track, it lends it to a degree of skepticism and my experience on the Council and other areas, you have to realize a good opportunity when it presents itself. He has confidence in the Mayor and Counsel he has retained and the Council through the questions has done its due diligence and hopes this is unanimously supported. He offers two amendments to the resolution that came in the packets.

Motion to Amend

Councilman Daley states in the fourth paragraph remove “the city is currently paying .15. . .” and begin the paragraph with “it is estimated”; and add a “Be it further resolved: that the Common council waives the competitive bidding portion of the Middletown Code of Ordinances with regard to the purchases of electricity produced by solar panels situation on City property.” Councilman Serra seconds the motion. Councilman Daley states they are friendly amendments since the maker and seconder agree. The Chair asks if there are any objections. There are none. He calls for the vote.

Point of Information

Councilman Klattenberg states they are friendly and he also would like to add a friendly amendment. He states the question came up on the site and location of the three solar arrays and where they might be sited.

The Chair states he will call a vote on the two amendments just made. Councilman Daley states it was friendly and is part of the resolution. The Chair states he will call a vote on the two made by Councilman Daley.

Councilman Serra is recognized and states he would like to discuss the amendments; he will support this. When you do your homework, you can understand things and it was clarified during the questions. He will support this because of outside Counsel’s recommendation. It is cost effective; and it is environmentally friendly. He commends Mr. Landino and you had some practice with this in Hartford. To the Mayor, he states when you do negotiate this please entertain seriously the concerns of the Council. He hopes the Council will support this.

The Chair calls for the vote asking for all those in favor of the two amendments to vote aye It is eleven aye votes by Council Members Serra, Klattenberg, Bartolotta, Daley, Santangelo, Kasper, Pessina, Bibisi, Salafia, Berch, and Kleckowski; and one abstention by Councilman Faulkner. The Chair states the amendments are approved with eleven in favor and one abstention.

Motion to Amend

Councilman Klattenberg moves to amend the resolution to have an additional “Be it further resolved: That future sites for solar arrays be approved by the Common Council before the permitting process through the City. Councilman Pessina seconds the motion.

Councilman Serra states this will not hold this up. Councilman Klattenberg responds no. Councilman Daley states his understanding is it doesn’t mean capturing for all three sites and that they can submit with two sites under consideration.

Councilman Faulkner is recognized by the Chair and states he will not be voting on this because he is involved in the industry

The Chair states without objection, he will take this as a friendly amendment. There are no objections. The Chair calls for the vote on this matter as amended. It is eleven aye votes by Council Members Serra, Klattenberg, Bartolotta, Daley, Santangelo, Kasper, Pessina, Bibisi, Salafia, Berch, and Kleckowski; and one abstention by Councilman Faulkner. The Chair states the matter passes eleven in favor and one abstention by Councilman Faulkner.

Resolution Number:
File Name
Description

**195-11
PCD Greenskies Power Purchase
Authorizing the Mayor to sign three power purchase agreements with revisions as shall be negotiated and determined by the mayor after consultation with specialized legal counsel in energy matters and waiving the sale of public Property as provided for in Section 232-13 of the Middletown Code of Ordinances to authorize the Mayor to enter into long term access agreements with Greenskies, Inc. or its subsidiaries for the purpose of installing and maintaining solar systems on City Property.**

(AMENDED AND APPROVED)

Whereas, the city has been approached by Greenskies, Inc. regarding the installation of one or more “solar system(s)” on city property; and

Whereas, Greenskies Inc. has offered the city a power purchase agreement which would have a subsidiary company of Greenskies Inc. purchase, secure all necessary approvals (including local Inland Wetlands and Watercourses Agency and Planning and Zoning Commission approvals) install, maintain and insure solar system (s) on city property at their sole and exclusive cost; and

Whereas, the City would then agree to purchase 100% of the power produced by the solar system(s) from the subsidiary company created by Greenskies Inc. for twenty (20) years at a fixed cost of .06 cents per kilowatt hour (kWh); and

Whereas, it is estimated that one solar system will produce 1,500,000 kWh per year and such a solar system will reduce the need to burn 88,235 gallons of oil and eliminate 667 tons of CO2 emitted into the atmosphere; and

Whereas, it has been determined that the financial savings and the environmental benefits of such solar system(s) are significant and it is the best interest of the city to move in a more stable and sustainable direction with regard to its energy consumption.

Now therefore be it resolved by the Common Council of the City of Middletown that: Mayor Daniel T. Drew, is hereby authorized to execute and deliver up to three (3) power purchase agreement (s) in the form of the agreement presented to this meeting with such changes and revisions as shall be negotiated and determined by the Mayor, after consultation with legal counsel with a specialization in energy matters, to be in the best interests of the City as evidenced by his signature on the final power purchase agreement(s).

Be it Further Resolved that the Economic Development Committee has recommended and the City of Middletown Common Council is therefore waiving the Sale of Public Property Ordinance Number 25-07 in the Middletown Code of Ordinances §232-4- §232-14 as provided for in article §232-13 to authorize the Mayor to enter into long term access agreements with Greenskies Inc. or its subsidiaries' for the purpose of installing and maintaining solar systems on city property; and

Be It Further Resolved that the Common council waives the competitive bidding portion of the Middletown Code of Ordinances with regard to the purchase of electricity produced by solar panels situated on City Property; and

Be it Further Resolved that future sites for solar arrays be approved by the Common Council before the permitting process through the City.

Motion to Adjourn

Councilman Serra moves to adjourn and his motion is seconded by Councilman Pessina. The vote is unanimous to adjourn and the meeting is declared adjourned at 8:46 p.m.

ATTEST:

MARIE O NORWOOD
Common Council Clerk